

Witness: Richard A. Soderman
Request from: Attorney General

Question:

Please produce copies of all correspondence and other documents between Vermont Yankee Nuclear Power Corporation and J.P. Morgan regarding the auction sale of the Vermont Yankee Nuclear Power Station.

Response:

While some of the below documents were ultimately intended for bidders, copies of these documents were shared between JPMorgan and VYNPC. In addition to documents submitted in response to prior questions, please find attached:

- (1) Executed contract between VYNPC and JPMorgan.
- (2) Cover letter for the bid evaluation presentation.
- (3) Memo from JPM to VYNPC regarding valuation techniques used in the analysis of the binding bids.*
- (4) Memo from JPM to VYNPC outlining bidder qualifications.
- (5) Agenda to JPM-VYNPC kick-off meeting.
- (6) Agenda for April 5, 2001 meeting at VYNPC offices.
- (7) Final bid evaluation to VYNPC Board of Directors.
- (8) Offering Memorandum.*
- (9) OM - Appendix F.*
- (10) OM - Appendix G.*
- (11) Master index to documents provided to bidders via CD.*
- (12) OM cover letter.
- (13) Sample of the site visit letter sent to all participating bidders.
- (14) Document center protocol.
- (15) Cover letter explaining a change to PPA Option 1.
- (16) PSA cover letter.
- (17) PSA proposed form.
- (18) PPA Option 1 proposed form.
- (19) PPA Option 2 proposed form.
- (20) Amendatory agreements for PPA Option 1.
- (21) Amendatory agreements for PPA Option 2.
- (22) Amendatory agreements for PPA Option 2, non-PPA option.
- (23) Agreements cover letter.
- (24) Security agreement.
- (25) PPA Option 2.
- (26) PPA Option 1.
- (27) Interconnection agreement.*
- (28) Addendum to the Offering Memorandum.*
- (29) Bid Material and JP Morgan Advise Proposal.*

(30) Agenda Materials and Draft P&S Agreements.

(31) Draft P&S Agreements and Other Documentation.

* This material is being provided to the signatories of the non-disclosure agreement only.